



LIPPO

PT LIPPO KARAWACI TBK

31 MAY 2024


INVITATION ANNUAL GENERAL MEETING OF SHAREHOLDERS

INVITATION

ANNUAL GENERAL MEETING OF SHAREHOLDERS



The Board of Directors of PT Lippo Karawaci Tbk., having its registered headquarter in Tangerang (the “**Company**”), hereby invites the Shareholders and/or their Proxies of the Company to attend the Annual General Meeting of Shareholders for the financial year of 2023 (the “**Meeting**”), which will be held on:

Day/ Date		Monday/ 24 June 2024
Time		At 2.00 PM (Western Indonesian Time) - Onwards
Venue		Hotel Aryaduta Jakarta Jl. Prajurit KKO Usman dan Harun No. 44-48 Gambir, Jakarta Pusat 10110 (with limitation of physical attendance as mentioned in the guiding rules of conduct based on a first come first serve basis, with regard to the room capacity)



MEETING'S AGENDA AND EXPLANATION (I/III)



The Company's Board of Directors proposes the following agendas for discussion and/or approval from the Company's Shareholders or their Proxies.

01

Approval on the Annual Report of the Company including the Board of Commissioners' Supervisory Duties Report as well as Ratification of the Financial Statements of the Company for the Financial Year Ended on 31 December 2023

Pursuant to Article 66, Article 67, Article 68, and Article 69 of the Company Law No. 40 of 2007 (the "Company Law"), and Article 11 of the Company's Articles of Association (the "Company's AOA"), the Company will explain the main points of the Annual Report and Financial Statements of the Company for the 2023 Financial Year, which including the submission Supervisory Duties Report of the Company's Board of Commissioners ("BOC").

02

Allocation of the Company's net profit for the Financial Year Ended on 31 December 2023

Pursuant to Article 71 of the Company Law and Article 11 of the Company's AOA, should there is a new profits of the Company for the financial year ended December 31, 2023, the utilization of which shall be determined by the Meeting



MEETING'S AGENDA AND EXPLANATION (II/III)



03

Appointment of Public Accounting Firm and/or Public Accountant to Perform Audit on the Company for the Financial Year Ended on 31 December 2024 including any other audited Financial Statements as required by the Company

Pursuant to Article 68 of Company Law, Article 3 of OJK Regulation No. 9 of 2023 regarding The Services Usage of Public Accountant and Public Accountant Firm in the Financial Services Activities, Article 11 of the Company's AOA, the proposal from the BOC as well as Recommendation from Audit Committee of the Company, whereas the appointment of a Public Accounting Firm and/or Public Accountant to audit the Annual Financial Statements of the Company should be approved by the Meeting.

04

Changes and restatement of the composition of the members of the Board of Directors and/or the Board of Commissioners of the Company

Pursuant to Article 94 paragraph 1 and Article 111 paragraph 1 the Company Law, Article 3, Article 4 and Article 23 OJK Regulation No. 33/POJK.04/2014, Article 15 paragraph 3, paragraph 6 and paragraph 10 and Article 18 paragraph 5 and paragraph 7 the Company's AOA.



MEETING'S AGENDA AND EXPLANATION (III/III)



05

Determination of Remuneration for the Board of Commissioners and Board of Directors of the Company for the Year of 2024

Pursuant to Article 15 paragraph 7 and Article 18 paragraph 8 the Company's AOA, whereas members of the Board of Directors and/or members of the Board of Commissioners are given a salary, facilities and other benefits, which the type and its amount is determined by the GMS with due observance of the prevailing laws and regulations.

06

Approval on the proposed addition of business activity of the Company, including discussion regarding feasibility study on the addition of business activity of the Company

Pursuant to Article 22 paragraph 1 and paragraph 3 of OJK Regulation No. 17/POJK.04/2020 regarding Material Transaction and Change of Business Activities ("OJK Regulation No. 17/2020"), Public Companies which intend to conduct addition of business activity must obtain approval from the GMS and must incorporate a specific agenda to discuss the feasibility study on the addition of business activity, with due observance of the prevailing laws and regulations.

07

Amendment and Restatement of the Articles of Associations of the Company

Pursuant to Article 19 of the Company Law, OJK Regulation No. 17/2020 and OJK Regulation No. 15/POJK.04/2020 regarding the Plan and Implementation of the General Meetings of Shareholders of a Public Company ("OJK Regulation No. 15/2020"), the Company is proposing for approval of the GMS on the amendments of the Company's AOA, among others, in relation to the addition of business activity of the Company, amendment of duties and responsibilities of the Board of Directors, meetings of Board of Directors, meetings of Board of Commissioners and restatement of the Company's AOA.



MEETING ARRANGEMENTS (I/V)



● ATTENDANCE QUORUM AND MEETING RESOLUTION

For the first to sixth agenda::

1. The Meeting is valid and entitled to take the lawful and binding resolutions if attended by the Shareholders or their authorized proxies representing more than 1/2 (half) of the total shares issued by the Company with valid voting rights.
2. The Meeting's resolutions are made based on deliberation for consensus. In terms of the deliberation for consensus fails to be reached, the resolutions shall be valid if it is approved by more than 1/2 (half) of the total shares with valid voting rights present or be represented at the Meeting.

For the seventh agenda::

1. The Meeting is valid and entitled to take the lawful and binding resolutions if attended by the Shareholders or their authorized proxies representing more than 2/3 (two-thirds) of the total shares issued by the Company with valid voting rights.
2. The Meeting's resolutions are made based on deliberation for consensus. In terms of the deliberation for consensus fails to be reached, the resolutions shall be valid if it is approved by more than 2/3 (two-thirds) of the total shares with valid voting rights present or be represented at the Meeting.

MEETING ARRANGEMENTS(II/V)



● GENERAL PROVISIONS

1. This Meeting Invitation is the official invitation to the Company's Shareholders. The Company will not send a separate meeting invitation to the Shareholders.
2. Shareholders who are entitled to attend or to be represented in the Meeting are Shareholders whose names are registered in the Shareholders Register of the Company on 30 May 2024 at 4.15 p.m. Western Indonesian Time, whereas for Shareholders whose shares are in collective custody of Indonesian Central Securities Depository ("KSEI"), shall be based on the record of share account balance at the closing of Indonesia Stock Exchange trading session on 30 May 2024 ("Recording Date").
3. The Company's Shareholders or their Proxies can attend the Meeting electronically through the Electronic General Meeting System application accessible through the following link <https://easy.ksei.co.id/egken> (eASY.KSEI) provided by KSEI.
4. With regard to the limitation in the venue for holding the Meeting, the Company urges Shareholders or their Proxies to attend electronically as referred to in number 3 above or provide power of attorney electronically (e-Proxy) through the eASY.KSEI application. The Company will apply restrictions on the physical presence of Shareholders or their Proxies who will attend the Meeting based on the terms as stipulated in the guiding rules of the Meeting pursuant to first come first served method as stipulated in detail in the Meeting's Rules of Conduct.
5. Shareholders who are unable to attend electronically or choose to not attend electronically the Meeting may be represented by their proxies, with the following terms:
 - a. Granting their authority via electronic means (e-Proxy) to Independent Parties appointed by the Company to represent and vote at the Meeting through eASY.KSEI application. The Independent Party is staff from the Securities Administration Bureau (the "BAE") specially appointed by the Company for the Meeting, namely PT Sharestar Indonesia.

MEETING ARRANGEMENTS (III/V)



● GENERAL PROVISIONS

If the power of attorney is granted by e-Proxy, legalization as stipulated in letter (b) as mention below is not required. Parties who can be a recipient of e-Proxy must be legally competent and not a member of the BOC, BOD and employees of the Company, and follow other provisions as stipulated in OJK Regulation No. 15/2020; or

- b. Granting authorization by filling out a Proxy Form which can be downloaded on the Company's website, with the conditions of:
 - 1) Granting power of attorney to an Independent Party appointed by the Company as mentioned above is highly recommended and can also be done through conventional way using the Proxy Form, in addition to electronically via eASY.KSEI application as described in point 5 letter (a) above;
 - 2) Any member of the BOC, BOD, and any employee of the Company may act as a proxy for the Shareholders in the Meeting, but any vote they cast as proxy in the Meeting will not be counted in the voting (including if such person act as the Shareholders);
 - 3) The Shareholders are not allowed to split their authority of some shares to more than one proxy with different vote;
 - 4) Proxy Form from the Shareholders executed overseas must be legalized in accordance with the applicable provisions in the country concerned
 - 5) The completed Proxy Form as well as the copy of valid ID or proof of valid personal identity document of the authorizer/grantor must be submitted to the Company, at the latest 1 (one) working day before the Meeting through the BAE. Address of BAE: PT Sharestar Indonesia, with registered address in Sopo Del Office Towers & Lifestyle Tower B, 18th Floor, Indonesia, Phone.: (+6221) 5081 5211, Fax.: (+6221) 5081 5211, email.: sharestar.indonesia@gmail.com, website: www.sharestarindonesia.com;

MEETING ARRANGEMENTS (IV/V)



● GENERAL PROVISIONS

- 6) Proxy of Shareholders who are legal entities (Legal Entity Shareholders) are obliged to submit:
 - a) Copy of the applicable Articles of Association;
 - b) Documents referring to appointment of Directors/legal representative;to the Company through the BAE as per above mentioned address, no later than 21 June 2024 at 4:00 p.m. Western Indonesia Time.
5. All materials for the Meeting, including description/explanation of each Meeting's agenda, Proxy Form, and Meeting's Rules of Conduct, etc, can be accessed/obtained by scanning the QR Code below or through website of KSEI/eASY.KSEI application and the Company's website (www.lippokarawaci.co.id).
6. Shareholders of the Company are expected to carefully read the Meeting's Rule of Conduct, including for those who will attend the Meeting electronically, the electronic Meeting guideline available at eASY.KSEI application's website (https://easy.ksei.co.id/egken/Education_global.jsp).
7. Any changes and/or additional information related to the implementation procedures of the Meeting which has not incorporated under this Invitation will be further updated on website of KSEI/eASY.KSEI application and the Company's website.

● ADDITIONAL INFORMATION

The Company will not be providing foods, drinks, including giving souvenirs/goodie bags either before or after the Meeting.



MEETING ARRANGEMENTS (V/V)



● MEETING MATERIALS

Information and materials regarding the agenda of the Meeting is available on the following website of the Company: [Link](#) or by scanning the following QR Code, since the date of the invitation of the Meeting and may be updated from time to time until the date of the Meeting:



The Company will not be providing printed materials for the Agenda of the Meeting.

Tangerang, 31 May 2024
THE BOARD OF DIRECTORS





Thank You